



CORPORATION SERVICE COMPANY

RECORDATION NO. 25441-A FILED

NOV 18 '05

3-37 PM

SURFACE TRANSPORTATION BOARD



Thursday, November 17, 2005

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423  
[Barbara.saddler@stb.dot.gov](mailto:Barbara.saddler@stb.dot.gov)

REF: 148626-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of June 28, 2005 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**  
1211 Avenue of the Americas, 20<sup>th</sup> Floor New York, NY 10036

Lessee: **MMA ROLLING STOCK CORPORATION**  
15 Iron Road, Hermon, ME 04401

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **MMA ROLLING STOCK CORPORATION** covering (50) 73' centerbeam lumber flat car with reporting marks and numbers – MMA 35600 – MMA 35649 –INCLUSIVE.

Please file this memorandum as a SECONDARY document to Recordation #25,441 dated 02/07/05 and return one (1) stamped original to my attention. A check covering the filing fee of thirty-three dollars (\$33.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813

Thank you for your prompt assistance.

Sincerely,

Terri Barry  
Motor Vehicle Specialist

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 28 day of JUNE, 2005, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and MMA ROLLING STOCK CORPORATION, a Delaware corporation, with an address at 15 Iron Road, Hermon, Maine 04401 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

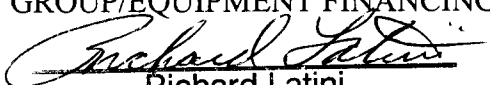
WHEREAS, the Lessor and the Lessee entered into that certain Master Net Railcar Lease (the "Lease") dated as of October 13, 2004 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board on Feb. 07, 2005 as Recordation Number 25441.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By:   
Name: Richard Latini  
Title: Senior Vice President

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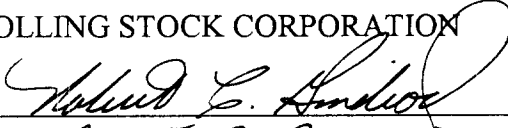
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SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

MMA ROLLING STOCK CORPORATION

By:   
Name: ROBERT C. GREENWOOD  
Title: PRESIDENT

# Schedule A

## Number of Cars

## Equipment Description

50

73' centerbeam lumber flat car

1	MMA	35600
2	MMA	35601
3	MMA	35602
4	MMA	35603
5	MMA	35604
6	MMA	35605
7	MMA	35606
8	MMA	35607
9	MMA	35608
10	MMA	35609
11	MMA	35610
12	MMA	35611
13	MMA	35612
14	MMA	35613
15	MMA	35614
16	MMA	35615
17	MMA	35616
18	MMA	35617
19	MMA	35618
20	MMA	35619
21	MMA	35620
22	MMA	35621
23	MMA	35622
24	MMA	35623
25	MMA	35624
26	MMA	35625
27	MMA	35626
28	MMA	35627
29	MMA	35628
30	MMA	35629
31	MMA	35630
32	MMA	35631
33	MMA	35632
34	MMA	35633
35	MMA	35634
36	MMA	35635
37	MMA	35636
38	MMA	35637
39	MMA	35638
40	MMA	35639
41	MMA	35640
42	MMA	35641
43	MMA	35642
44	MMA	35643
45	MMA	35644
46	MMA	35645
47	MMA	35646
48	MMA	35647
49	MMA	35648
50	MMA	35649